

RECORDATION NO. 12249 - J.K.  
FILED  
FEB 22 '99 2-00 PM

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
918 SIXTEENTH STREET, N.W.  
SUITE 200  
WASHINGTON, D.C.

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

20006-2973

(202) 393-2266

FAX (202) 393-2156

OF COUNSEL  
URBAN A. LESTER

February 22, 1999

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are five (5) copies each of two (2) of Bills of Sale and Partial Releases, dated January 15, 1999, both secondary documents as defined in the Board's Rules for the Recordation of Documents.

The enclosed documents relate to Equipment Lease Agreement and Security Agreement (GATC Trust #5) which were previously filed with the Commission under Recordation Number 12249.

The names and addresses of the parties to the enclosed document are:

Owner Trustee: State Street Bank and Trust Company  
of Connecticut, NA  
225 Franklin Street  
Boston, Massachusetts 02101

Investor: Connecticut General Life Insurance Co.  
900 Cottage Grove Road  
Hartford, Connecticut 06152

A description of the railroad equipment covered by the enclosed documents is:

Two (2) railcars GATX 300789 and GATX 300791

Mr. Vernon A. Williams  
February 22, 1999  
Page 2

Also enclosed is a check in the amount of \$52.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed documents to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert W. Alvord", with a stylized flourish at the end.

Robert W. Alvord

RWA/bg  
Enclosures

## **BILL OF SALE AND PARTIAL RELEASE**

State Street Bank and Trust Company of Connecticut, N.A., not in its individual capacity, but solely as Trustee under GATC Trust 5, (the "Lessor") under an Equipment Lease Agreement (GATC Trust 5) dated as of September 15, 1980 (the "Lease") between the Lessor and General American Transportation Corporation (the "Lessee") does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcar designated as GATX 300791 (the "Unit") "as is," "where is," without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Unit and the obligation of the Lessee to pay rent for such Unit under the Lease has terminated.

Connecticut General Life Insurance Company, as Investor (the "Investor") under a Security Trust Agreement (GATC Trust 5) dated as of September 15, 1980 (the "Security Trustee") between the Lessor and the Investor, hereby terminates, releases and discharges its security interest in the Unit under the Security Agreement and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: January 15, 1999

State Street Bank and Trust  
Company of Connecticut, N.A., not  
in its individual capacity, but solely  
as Lessor

By: \_\_\_\_\_  
Title: \_\_\_\_\_

Connecticut General Life Insurance  
Company, as Investor

By: RIGNA Investments, Inc.  
By: R. Luganelli  
Title: Managing Director

State of Suffolk )  
 ) SS  
County of Massachusetts )

On this 12<sup>th</sup> day of February, 1999, before me personally appeared Chi C. Ma, to me personally known, who being by me duly sworn, say that he/she is Asst Vice President of State Street Bank and Trust Company of Connecticut, N.A., that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public



[Notarial Seal]

My commission expires:

**JAMES M. COOLIDGE**  
**Notary Public**  
**My Commission Expires June 19, 2003**

State of Connecticut )  
 ) SS  
County of )

On this \_\_\_\_\_ day of \_\_\_\_\_, 1999, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, say that he/she is \_\_\_\_\_ of Connecticut General Life Insurance Company, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

My commission expires:

State of Suffolk )  
 ) SS  
County of Massachusetts )

On this \_\_\_\_\_ day of \_\_\_\_\_, 1999, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, say that he/she is \_\_\_\_\_ of State Street Bank and Trust Company of Connecticut, N.A., that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

My commission expires:

State of Connecticut )  
 ) SS  
County of Hartford )

On this 26<sup>th</sup> day of January, 1999, before me personally appeared James R. Kuzemchak to me personally known, who being by me duly sworn, say that he/she is Managing Director of Connecticut General Life Insurance Company, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

James L. Mansfield  
Notary Public

CIGNA Investments, Inc., acting on behalf of

[Notarial Seal]

My commission expires:

**DAMARIS S. MANSFIELD**  
**NOTARY PUBLIC**  
MY COMMISSION EXPIRES APR. 30, 2000